

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11  
: Case No. 12-12020 (MG)  
RESIDENTIAL CAPITAL, LLC, *et al.* :  
: (Jointly Administered)  
Debtors. :  
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**ORDER GRANTING HUDSON COOK'S APPLICATION FOR ALLOWANCE OF INTERIM  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of Hudson Cook, LLP's application for allowance of interim compensation and reimbursement of expenses (Docket No. 4520) (the "Application") for professional services rendered and expenses incurred during the period commencing January 1, 2013 through April 30, 2013; and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(7) and (c)(2); and due consideration having been given to all pleadings related to the Application; and a hearing having been held before this Court to consider the Application on November 15, 2013 (the "Hearing"); and based upon the record of the Hearing; and sufficient cause having been shown therefor; it is hereby

ORDERED, that the Application is granted to the extent set forth on **Schedule "A"** annexed hereto; and it is further

ORDERED, that the Debtors are authorized and directed to pay fees and expenses allowed under this Order; and it further ordered

ORDERED, that all payments made pursuant to this Order are interim payments subject to final approval, and the Debtors remaining current on their administrative obligations, including, but not limited to, the required filings of monthly operating reports and payment of statutory fees plus interest due and owing (if any) to the Office of the United States Trustee; and it further ordered

ORDERED, that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it further ordered

ORDERED, that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order; and it further ordered

ORDERED, that the Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

Dated: December 2, 2013  
New York, New York

/s/Martin Glenn  
MARTIN GLENN  
United States Bankruptcy Judge

Case No.: 12-12020 (MG)  
Case Name: In re Residential Capital, LLC, et al.

**CURRENT INTERIM FEE PERIOD**  
**01/01/2013 through 04/30/2013**

**Schedule A**

**First Interim Application**

(1) <b>Applicant</b>	(2) <b>Date/Document Number of Application</b>	(3) <b>Interim Fees Requested on Application</b>	(4) <b>Fees Allowed</b>	(5) <b>Fees to be Paid for Current Fee Period</b>	(6) <b>Interim Expenses Requested</b>	(7) <b>Expenses Allowed</b>
Hudson Cook, LLP	08/06/2013 Dkt. No. 4520	\$873,570.50	\$861,704.00	\$861,704.00	\$15,408.57	\$15,408.57

Date on Which Order was Signed: December 2, 2013

Initials: MG U.S.B.J.